



THOMPSON  
BONDOL  
FLAVIANO  
HORAK  
REBER

SPIDER-MAN®  
VS.  
DEADPOOL® 31



NYC.  
THE PAST.





MARVEL LEGACY BEGRUDGINGLY PRESENTS...



SPIDER-MAN CREATED BY  
STAN LEE &  
STEVE DITKO

THE GREATEST  
FIGHT OF YOUR LIFE!

DEADPOOL CREATED BY  
ROB LIEFELD &  
FABIAN NICIEZA

PREVIOUSLY:

WHAT BOOK EVEN IS THIS?! OH, IT SAYS RIGHT DOWN THERE. WELL, IN ISSUE #30, CHAMELEON BLEW UP HIS PENTHOUSE LAIR, WHICH NO LONGER CONTAINED HIM AND HIS ARMY OF SUPER-LMDs, BUT IT DID CONTAIN: SPIDER-MAN AND SILK, WHO WAS TRYING TO HELP SPIDEY CAPTURE DEADPOOL; AND DEADPOOL, SUPER-SHARKS BRUCE AND DEBORAH, AND CLAY QUARTERMAIN/BRANCH, WHO WERE TRYING TO STEAL CHAMELEON'S EXTREMELY VALUABLE LMDs. SO I GUESS THEY'RE ALL DYING IN A FIRE, WHICH IS WHY WE'RE TRYING TO HOOK YOU ON THIS NEW THROWBACK S.H.I.E.L.D. STORY. ENJOY!

# ARMS RACE

VS

SPIDER-MAN

DEADPOOL

PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER, GRANTING HIM AMAZING ABILITIES, INCLUDING THE SPIDER, AS WELL AS ADHESIVE FINGERTIPS AND TOES. AFTER LEARNING THAT WITH GREAT POWER, THERE MUST ALSO COME GREAT RESPONSIBILITY, HE BECAME THE WORLD'S GREATEST SUPER HERO! HE'S...

WADE WILSON WAS CHOSEN FOR A TOP-SECRET GOVERNMENT PROGRAM THAT GAVE HIM A HEALING FACTOR ALLOWING HIM TO RECOVER FROM ANY WOUND. FOR A TIME, WADE TRIED TO BE A HERO, THROWING IN WITH THOSE WHO INSPIRED HIM. ALL HE GOT FOR HIS EFFORTS WAS PAIN. NOW, HE'S BACK TO OFFING CHUMPS AND MOUTHING OFF...REGENERATING AND DEGENERATING (MORALLY SPEAKING)...HE'S...

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NYC.  
THE PRESENT.





UH, IS IT JUST ME...

...OR ARE WE STILL ALIVE?

WE WON'T BE FOR LONG. PRETTY SURE THESE EXPLOSIVES ARE BLACK-MARKET S.H.I.E.L.D. GOODS.



MS. SILK IS CORRECT. THIS FIRE BURNS LIKE NAPALM, BURNING INWARD UNTIL IT EXTINGUISHES ITSELF.

DESTROYING EVERYTHING INSIDE ITS FIRE RADIUS, OF COURSE. IT CAN ONLY BE PUT OUT BY ITSELF, I'M AFRAID.

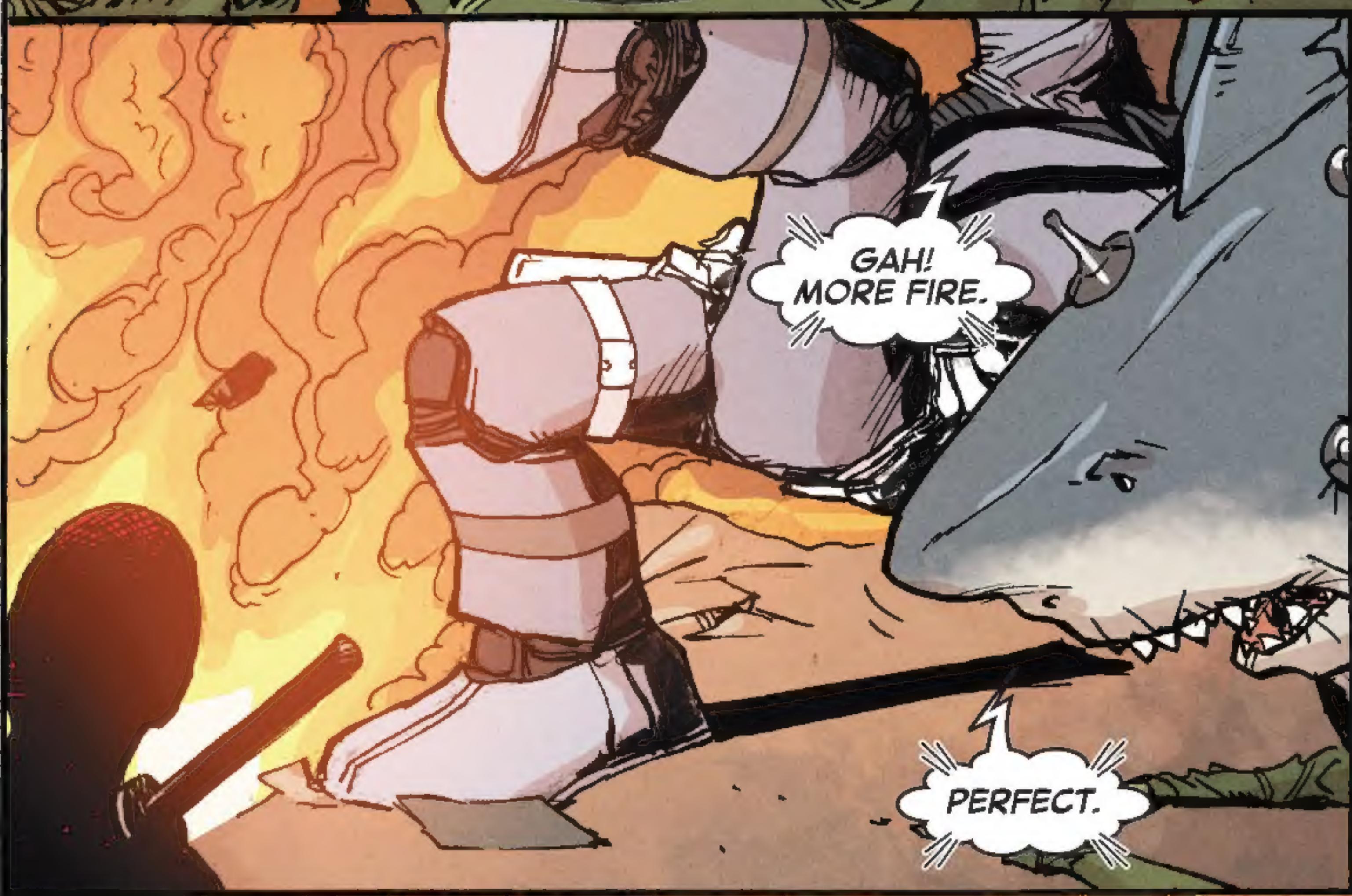
THIS IS WHY I HATE LEAVING THE WATER. C'MON, LET'S GET OUT OF--

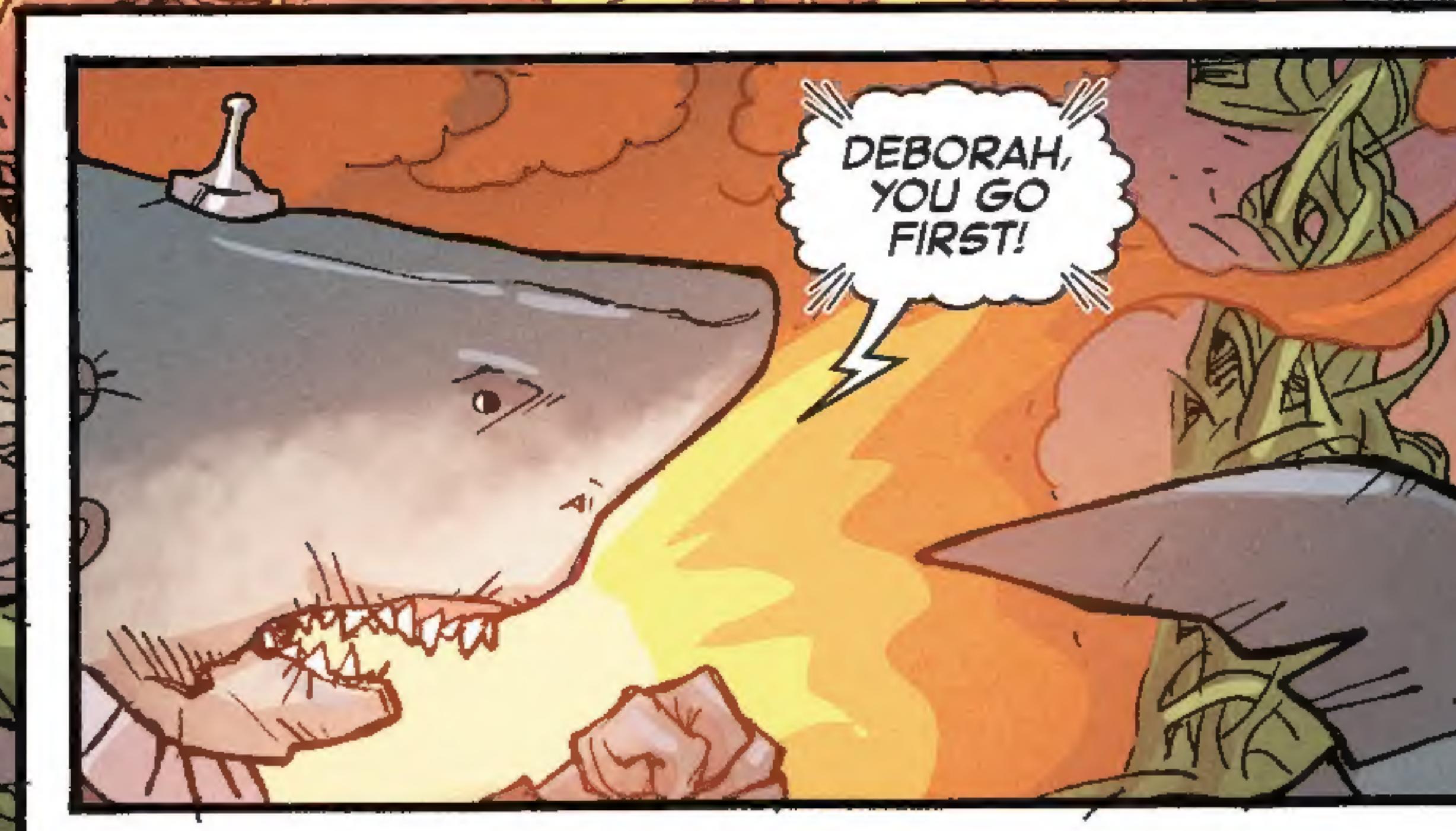
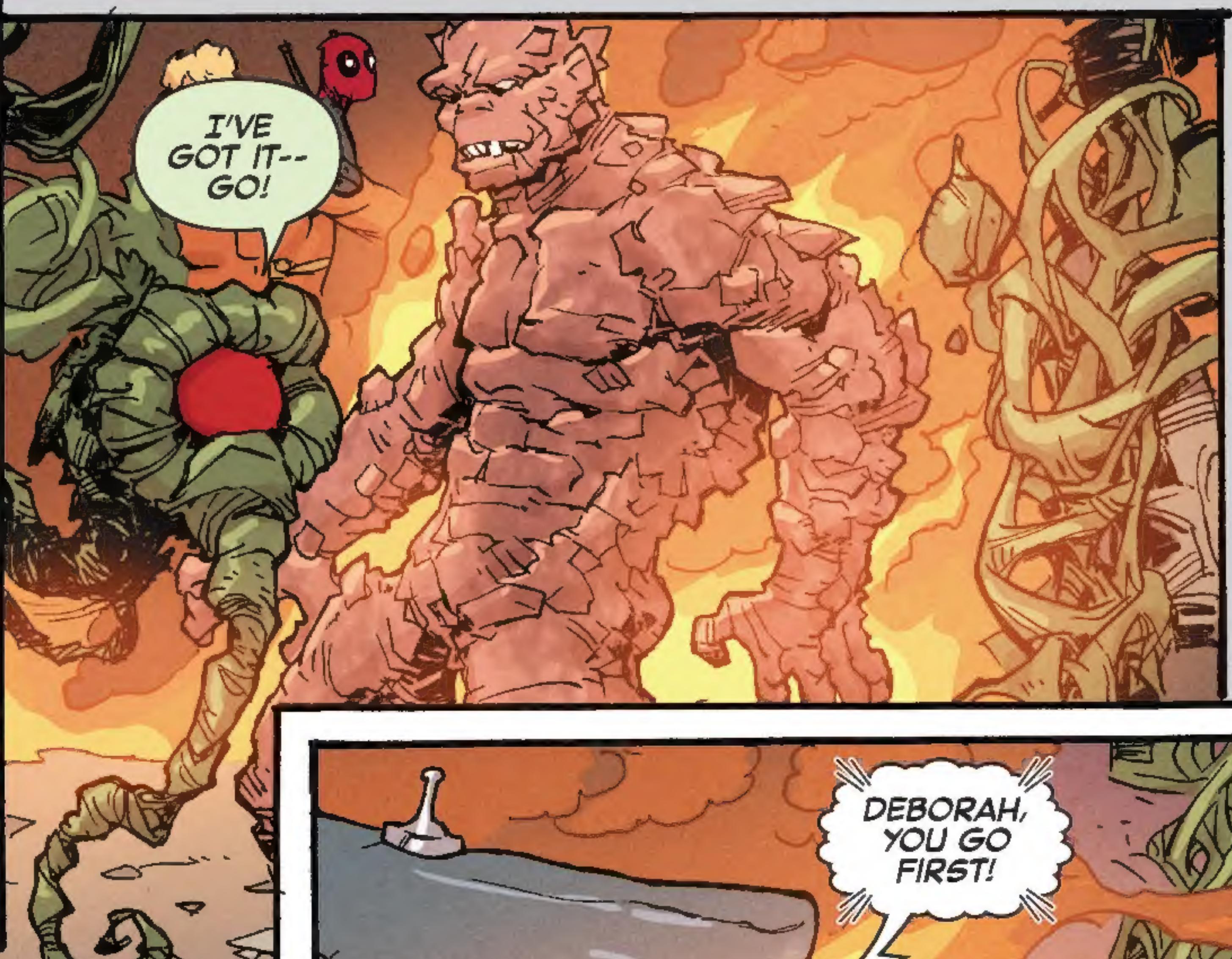
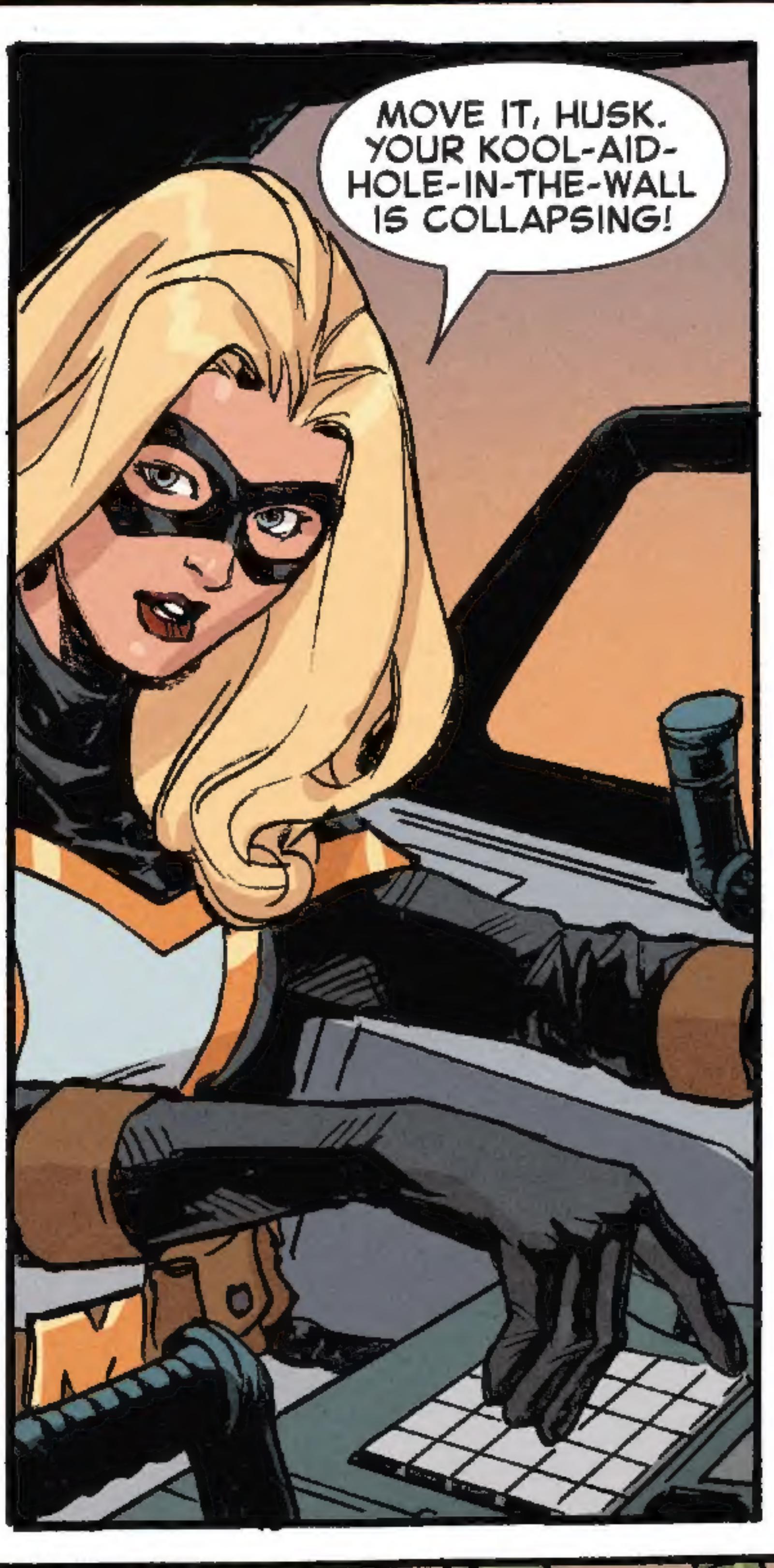
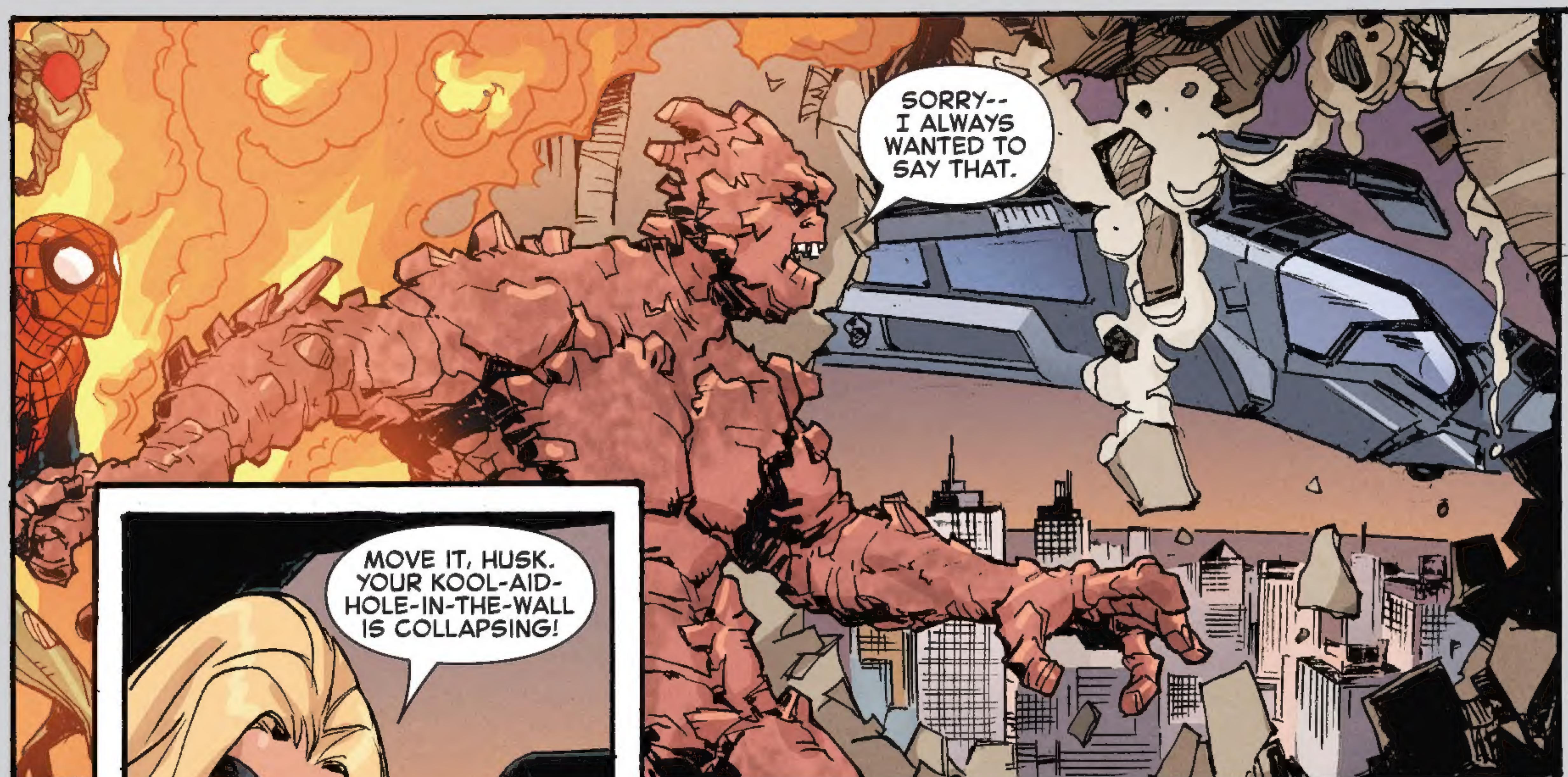
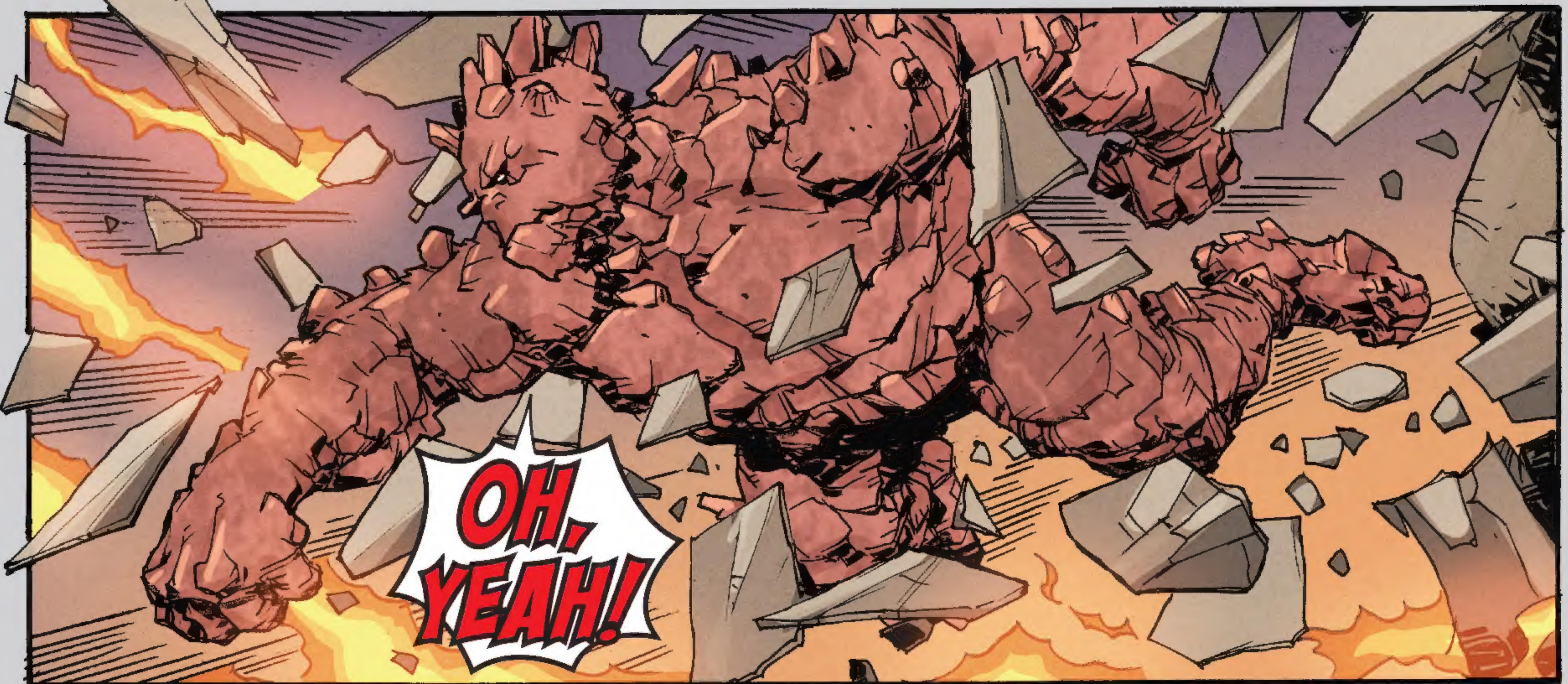
GAH! MORE FIRE.

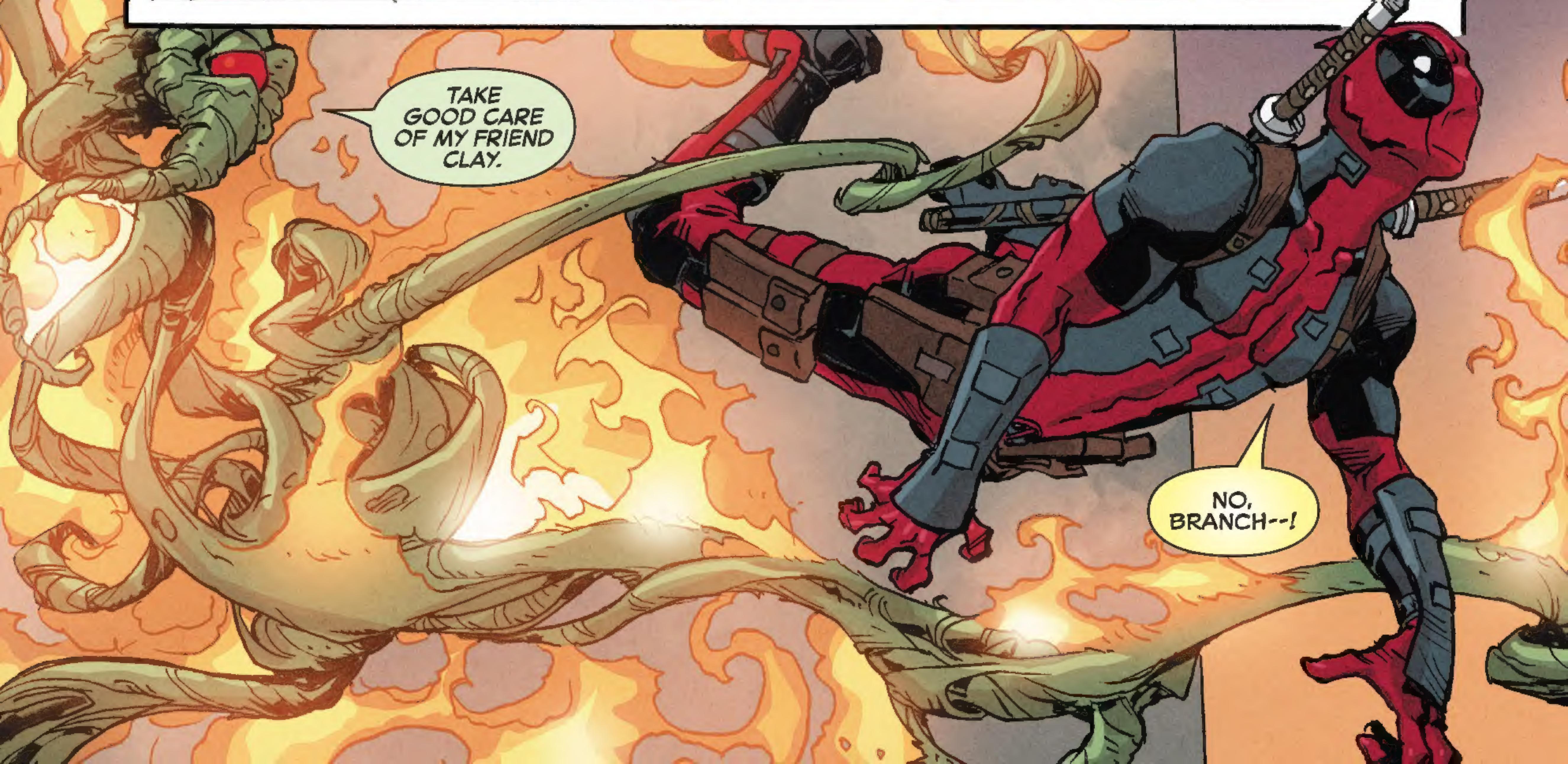
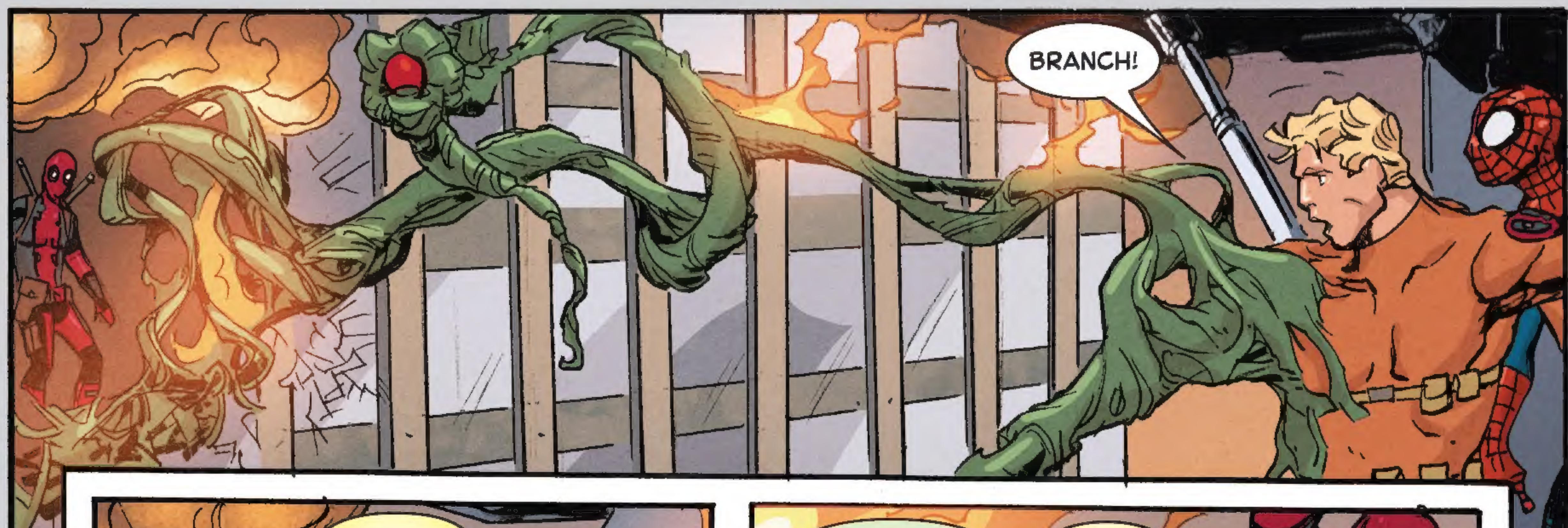
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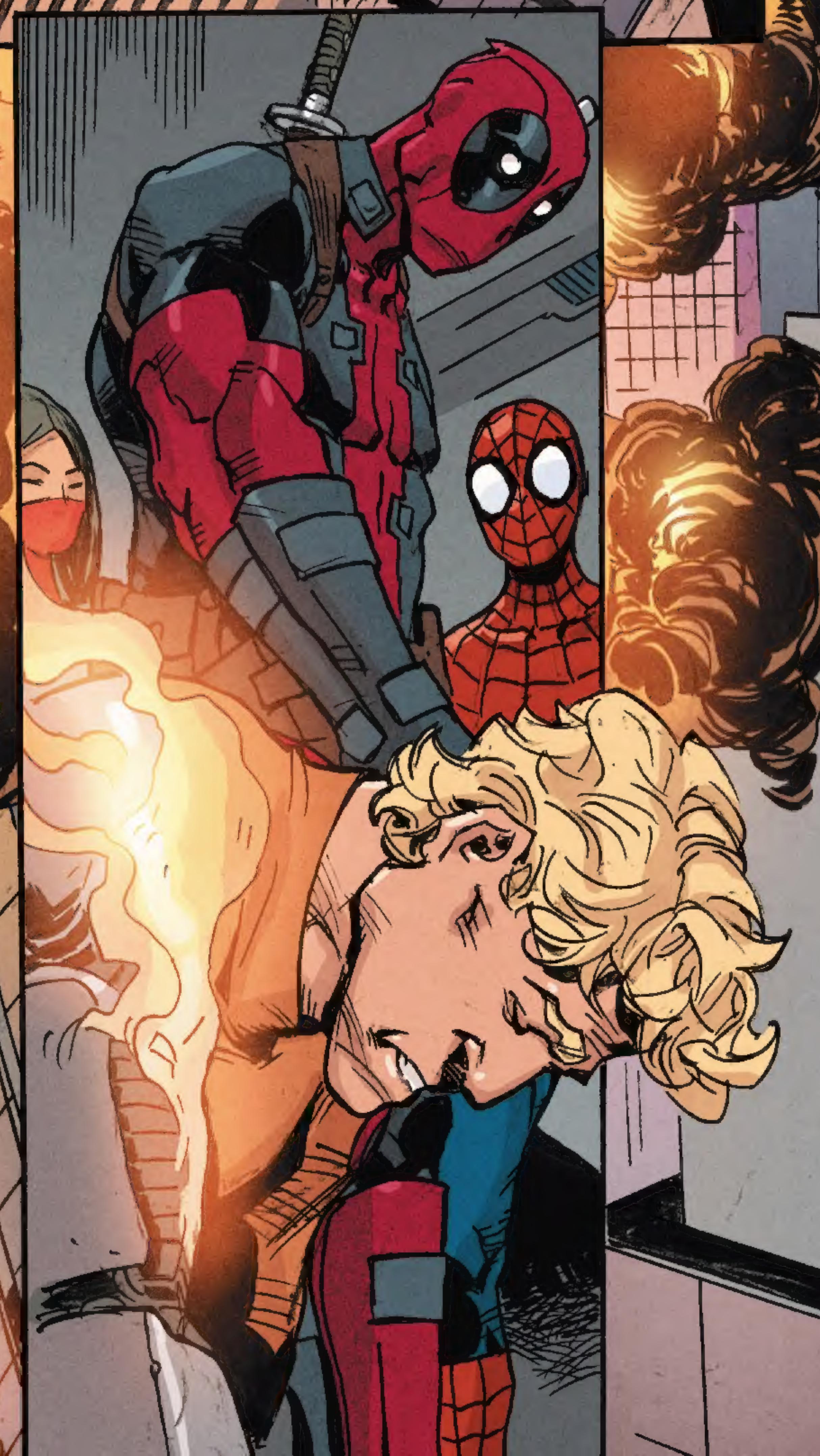
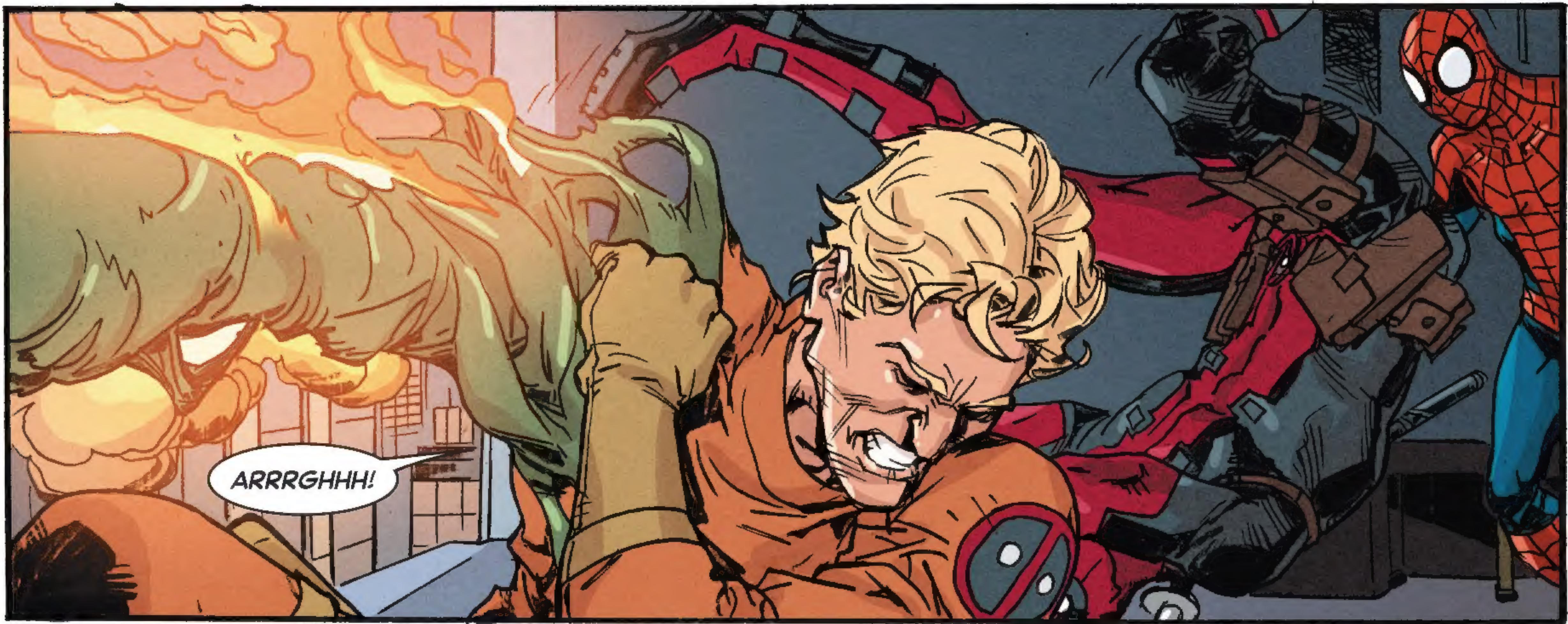
THE FIRE IS TOO MUCH. I CAN'T... I CAN'T...

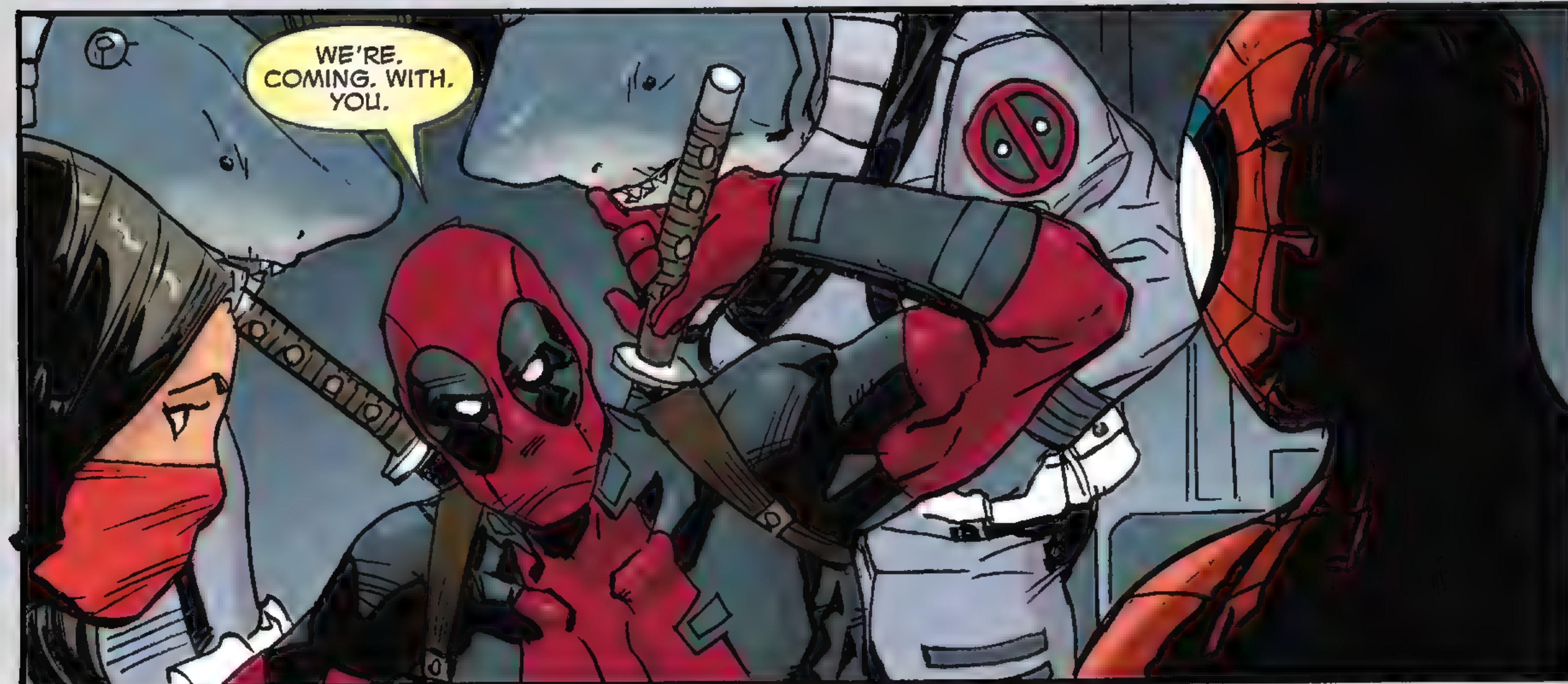
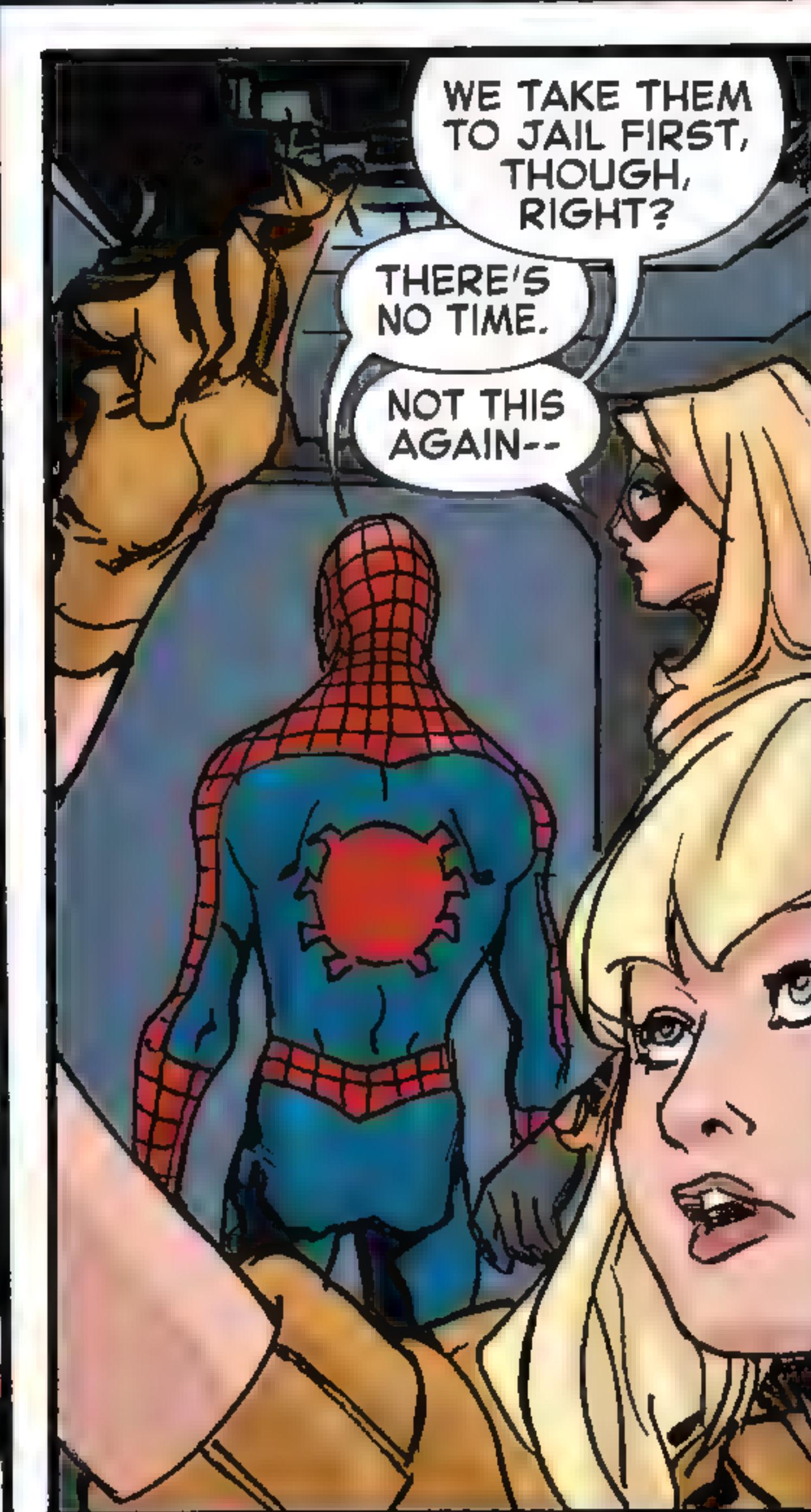
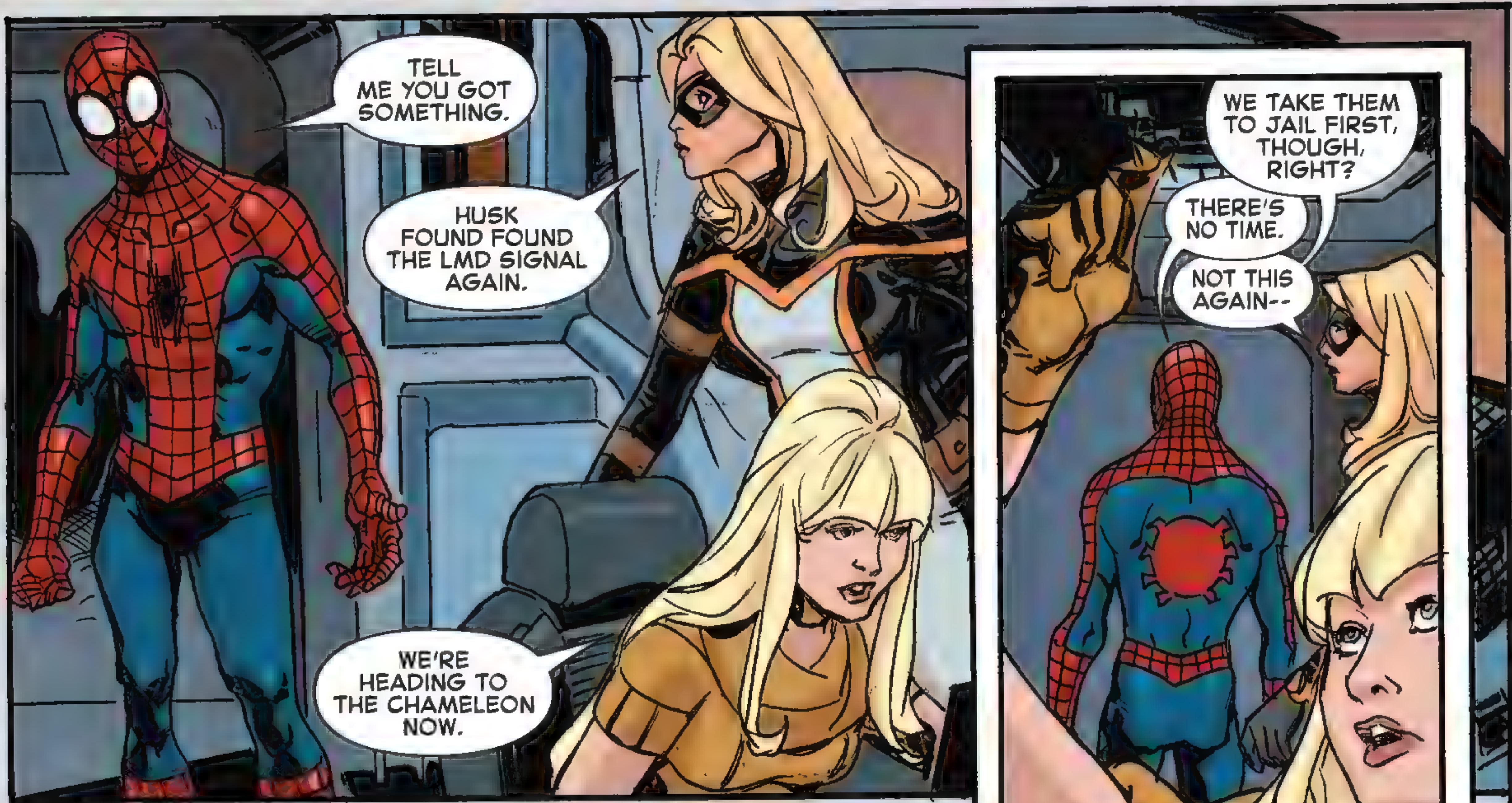
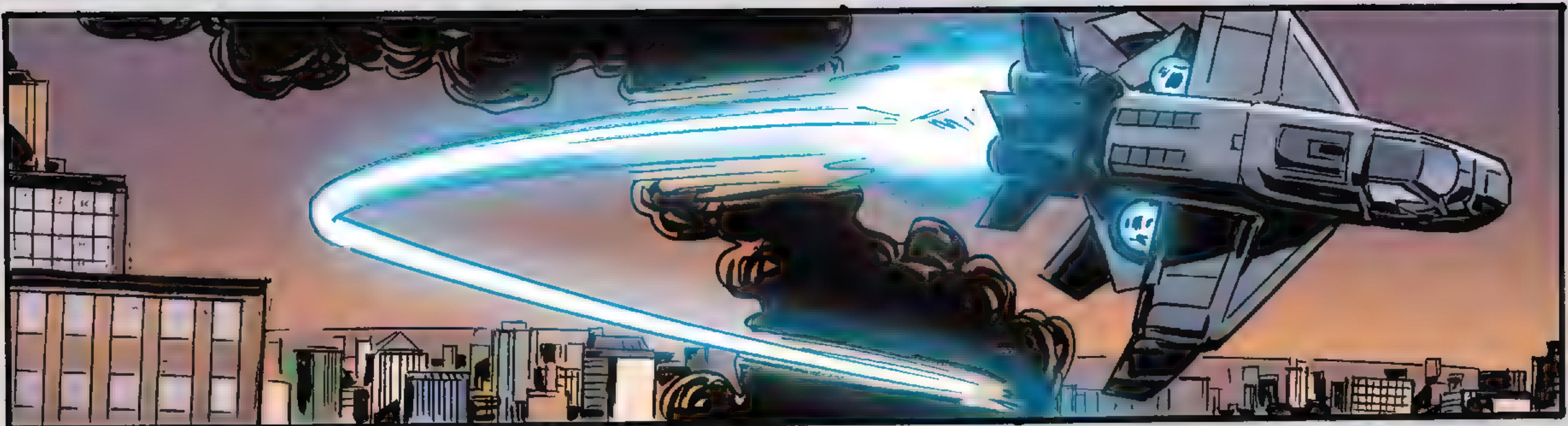
BRANCH!

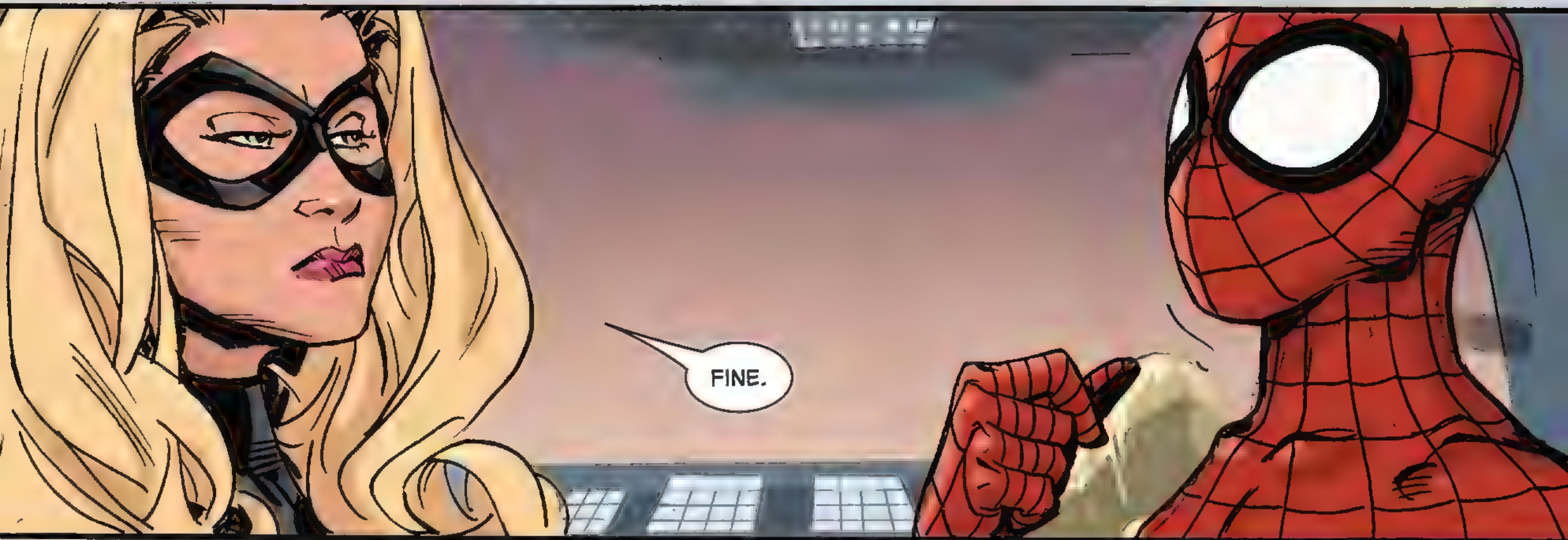
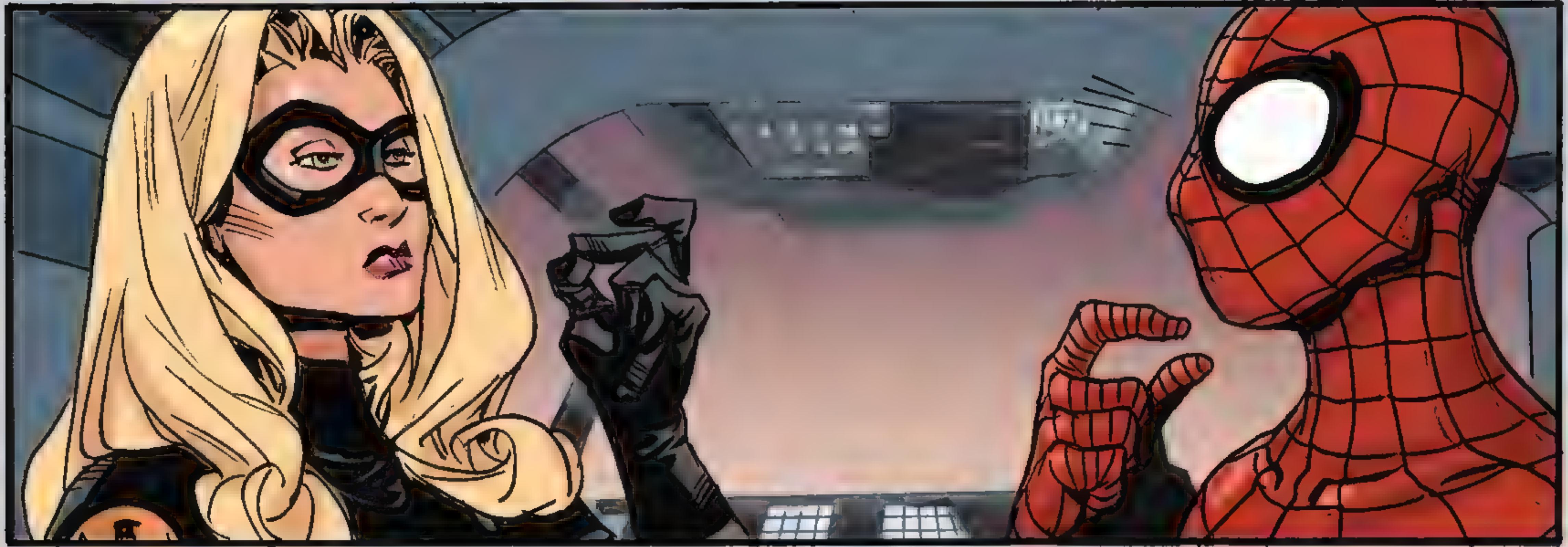
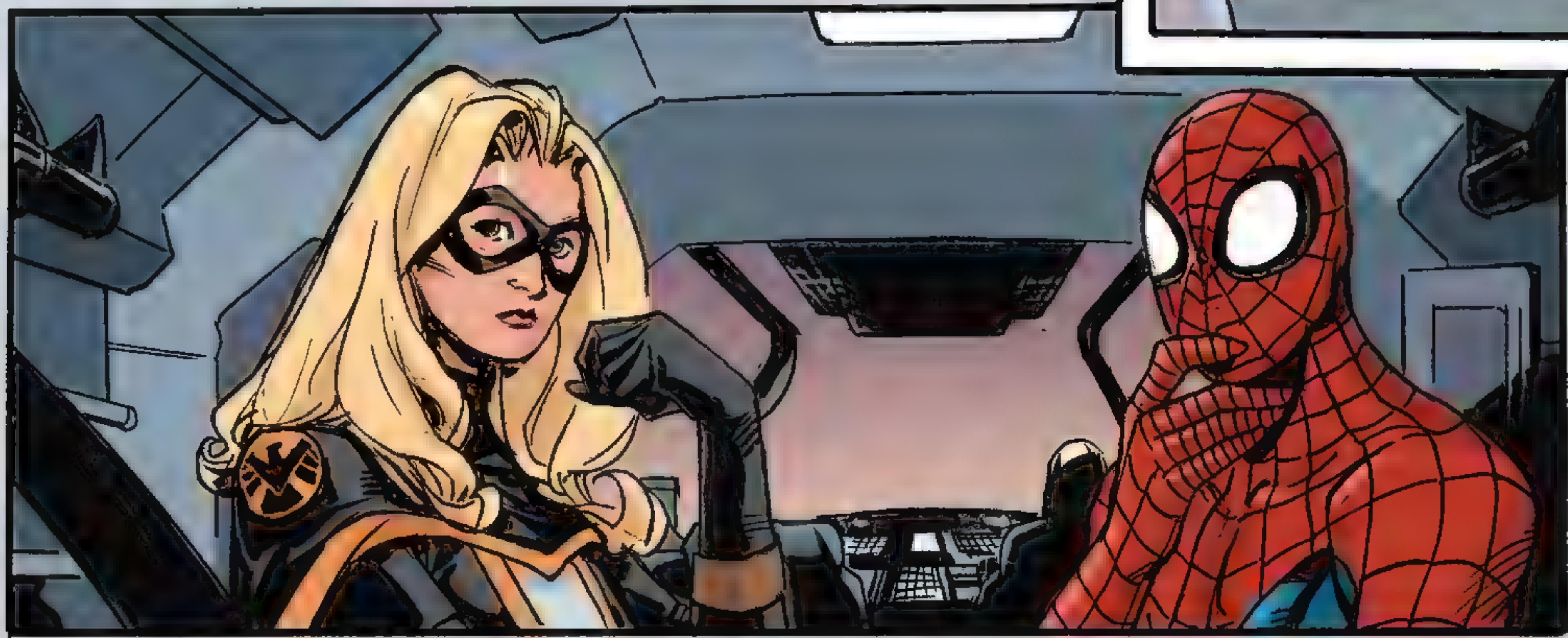
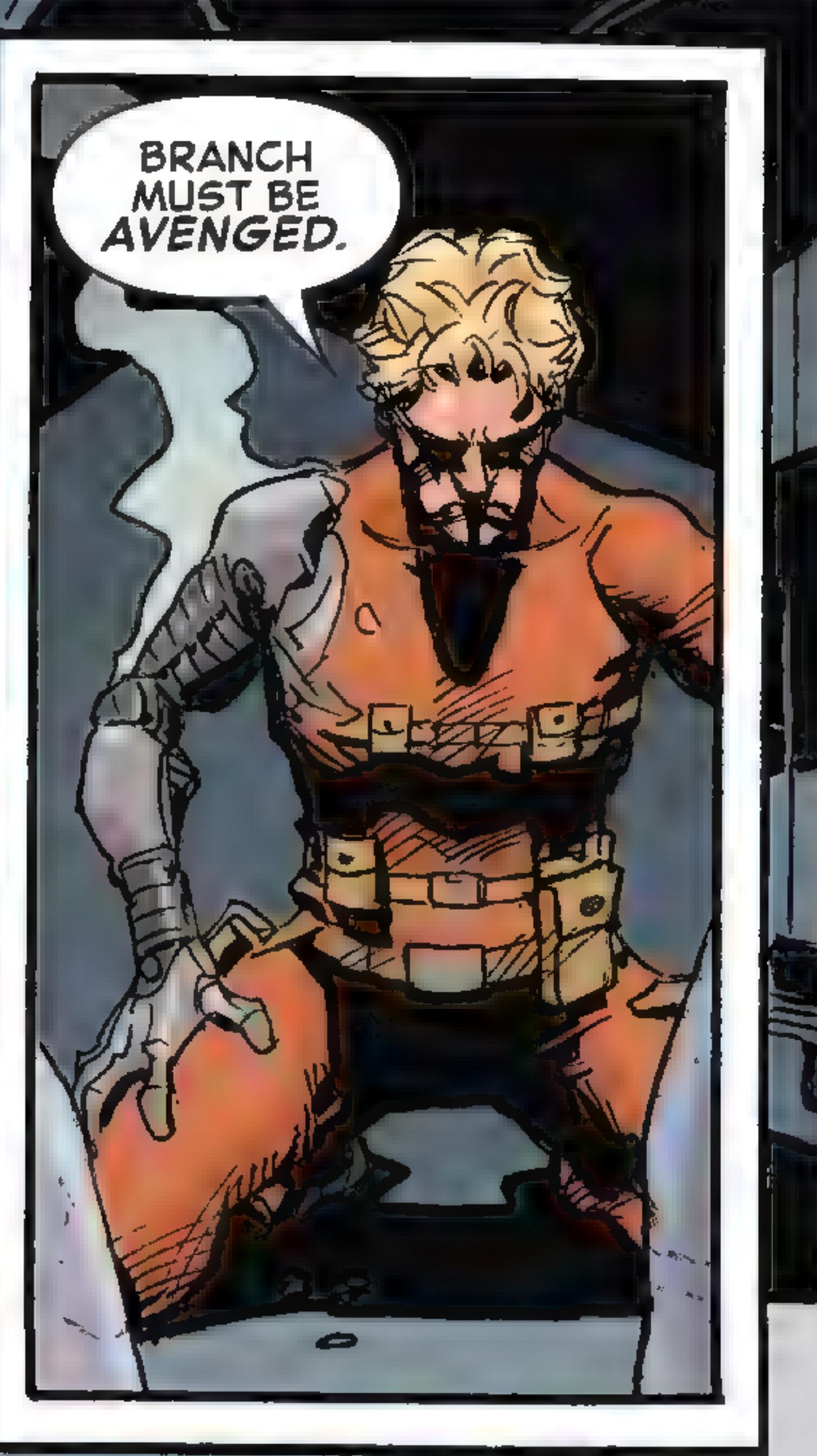


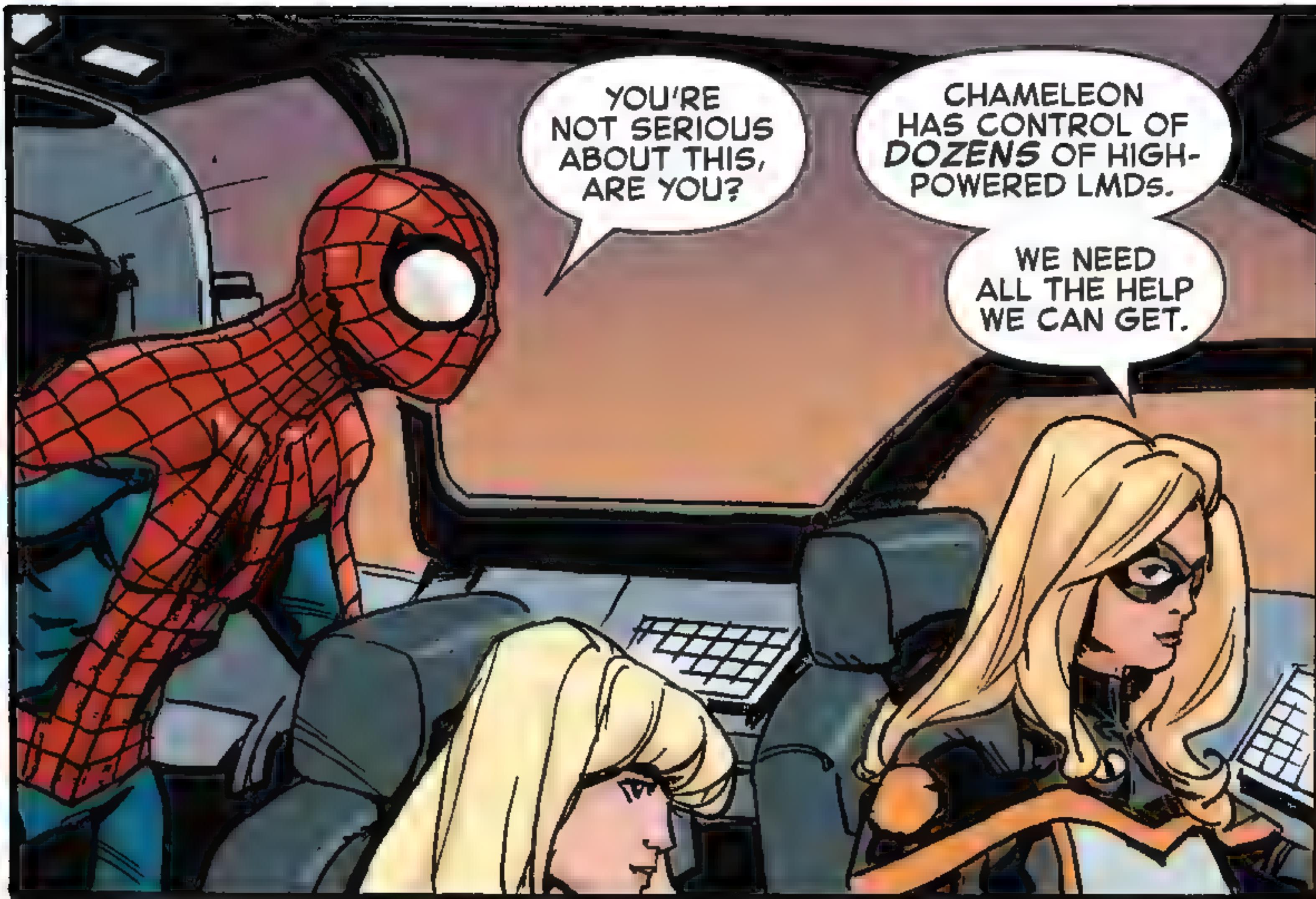




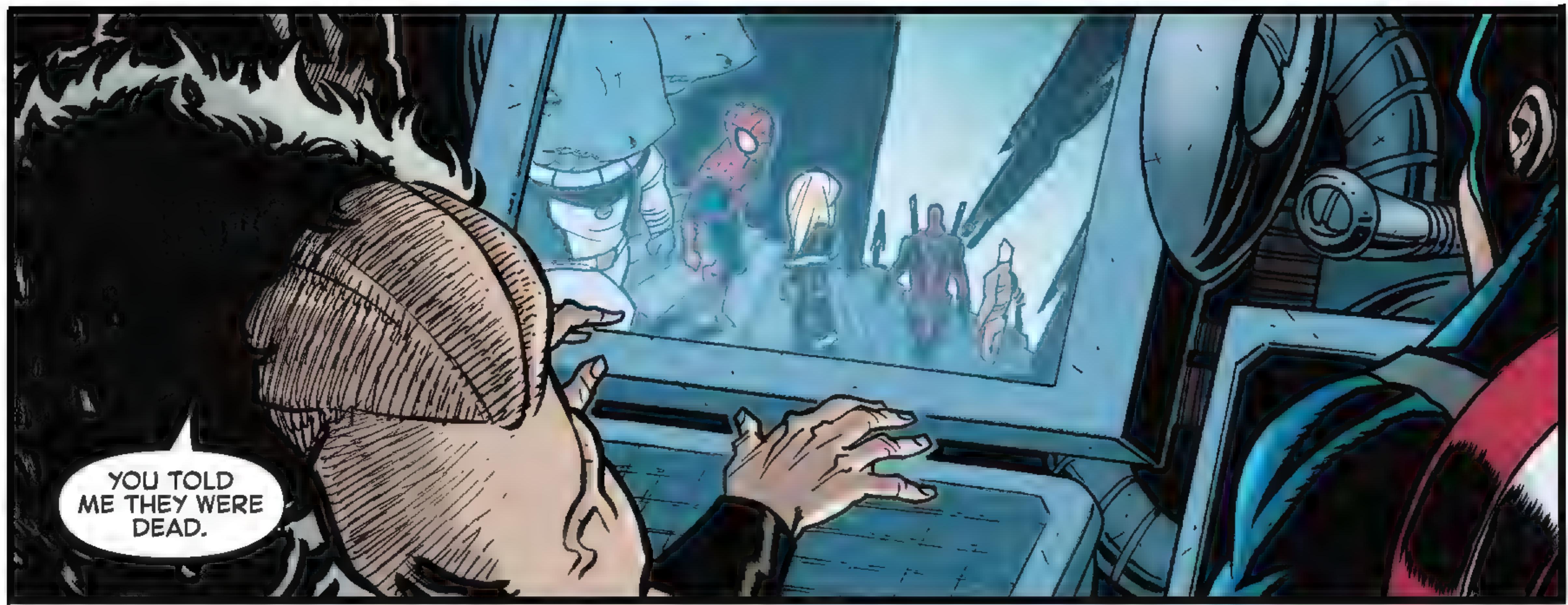


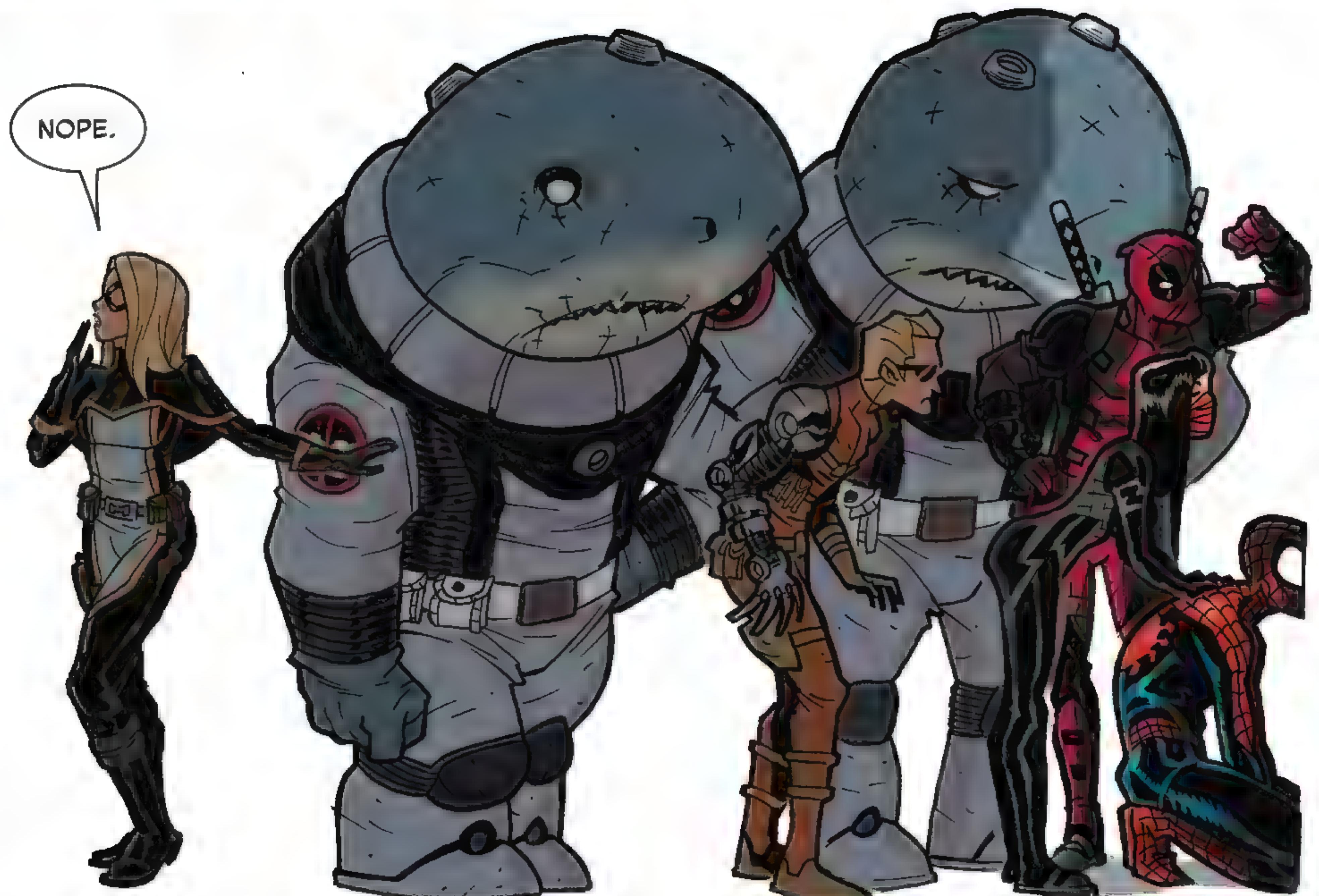
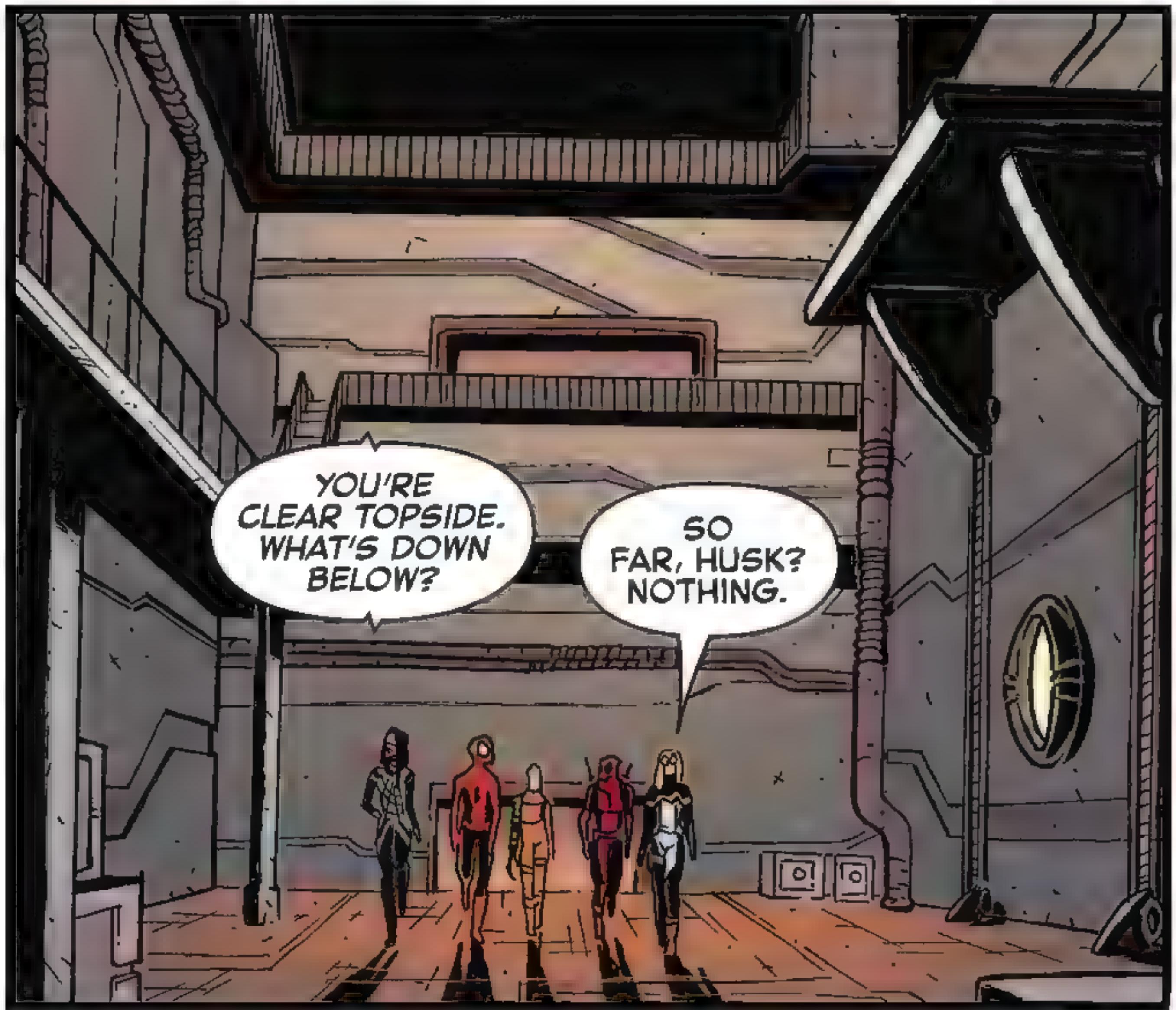


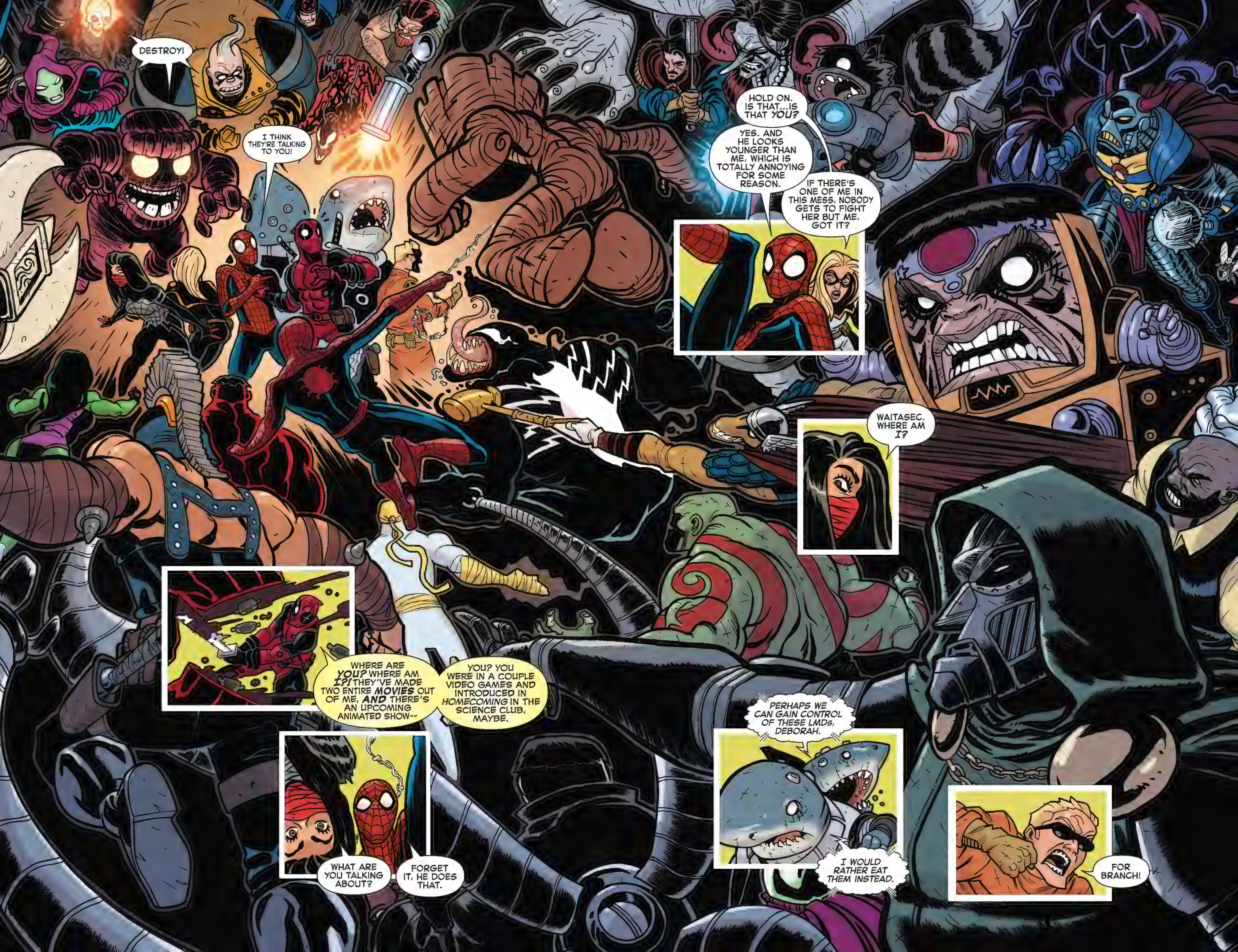




















...MARY  
AND RICHARD  
PARKER!

TO BE CONTINUED.

**YOU WANT TO KNOW  
WHAT HAPPENS *NEXT?***



**#32**

